FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
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(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* ROHR JAMES E				2. Issuer Name and Ticker or Trading Symbol PNC FINANCIAL SERVICES GROUP, INC. [PNC]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director 10% Owner X_ Officer (give title below) Other (specify below) Chairman and CEO				
ONE PNC PLAZA, 249 FIFTH AVENUE				3. Date of Earliest Transaction (Month/Day/Year) 02/09/2012						Clia	airman and Cr	.0		
(Street)			4. If Amendm	4. If Amendment, Date Original Filed(Month/Day/Year)					_X_ Form fil	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person				
PITTSBURGH, PA 15222-2707 (City) (State) (Zip)				Table I - Non-Derivative Securities Acqu					quired, Disp	uired, Disposed of, or Beneficially Owned				
(Instr. 3) Date Ex (Month/Day/Year) an		2A. Deemed Execution Date, i any (Month/Day/Yea	Code					5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		6. Owner Form: Direct or Indi	ship Indirect Benefi (D) Owner	Beneficial Ownership		
				Code	· V	Amount	(A) or (D)	Price				rect (Instr. 4)	4)	
\$5 Par Common St	ock 02/0	9/2012		A(1)	1	11,680	A	\$ 0	169,885		D			
\$5 Par Common Stock 02/09/20		9/2012		F ⁽²⁾		4,597	D	\$ 60.45	165,288		D	D		
\$5 Par Common Stock 02/09/		9/2012		A(3)	1	10,818	A	\$ 0	176,106		D			
\$5 Par Common Stock 02/09/20		9/2012		F ⁽²⁾		4,258	D	\$ 60.45	171,848 ⁽⁴⁾		D			
\$5 Par Common Stock									36,863 ⁽⁵⁾		I	401(k) Plan	
\$5 Par Common Stock									3,555		I	By 20 GRA		
\$5 Par Common Stock									58,200		I	By Spous	se/Trust	
\$5 Par Common Stock									516		I	By D	aughter	
\$5 Par Common Stock									66,564		I	By Daug Irrevo Trust	cable	
\$5 Par Common Stock									242,509		I	By Revo		
\$5 Par Common Stock									8,612		I	By 20 GRA		
Reminder: Report on a s	separate line for ea	ach class of sec	urities beneficial	y owned	I	Persons v	vho re I in thi	s form		uired to res	ormation pond unless rol number.		74 (9-02)	
		Table II	- Derivative Sec				-		•					
1. Title of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security	*****	r) any		5. Num of	ber vative rities ired r osed)	6. Date Ex and Expira (Month/Da	ercisab tion Da	ole 7 ate A	T. Title and Amount of Underlying Securities Instr. 3 and	Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Form of Derivative Security: Direct (D) or Indirect		

Code V (A) (D) Date Expiration Date Of Shares Code V (A) (D) Expiration Date Expiration Date	
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Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
ROHR JAMES E ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	X		Chairman and CEO			

Signatures

George P. Long, III Attorney-in-Fact for James E. Rohr	02/13/2012
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
 - On February 9, 2011, the Personnel and Compensation Committee of the PNC Board of Directors granted performance based restricted share units to the reporting person. The grant was expressed as a "target" number of share units, with payout contingent on PNC having achieved related performance criteria. The share units pay out, if at all, in shares of PNC common stock, with any accrued dividend equivalents being paid out in cash. Subject to the Committee's discretion, the target number of share units may be
- (1) shares of PNC common stock, with any accrued dividend equivalents being paid out in cash. Subject to the Committee's discretion, the target number of share units may be reduced (down to 75% of target) or increased (up to 125% of target), based on PNC's total shareholder return for the prior fiscal year. The reporting person received the target amount of units (including dividend equivalents), less a reduction of 3.06% based on the total shareholder return for PNC for the year ended December 31, 2011, which resulted in the vesting of 11680 shares of PNC common stock.
- (2) Shares have been withheld to cover the reporting person's tax liability in connection with the performance based restricted share units granted on February 9, 2011 and awarded on February 9, 2012.
 - On February 9, 2011, the Personnel and Compensation Committee of the PNC Board of Directors granted performance based restricted share units to the reporting person. The grant was expressed as a "target" number of share units, with payout contingent on PNC having achieved related performance criteria. The share units pay out, if at all, in
- (3) shares of PNC common stock, with any accrued dividend equivalents being paid out in cash. Subject to the Committee's discretion, the target number of share units may be reduced (down to 75% of target) or increased (up to 125% of target), based on PNC's total shareholder return for the prior fiscal year. The reporting person received the target amount of units (including dividend equivalents), less a reduction of 3.06% based on the total shareholder return for PNC for the year ended December 31, 2011, which resulted in the vesting of 10818 shares of PNC common stock.
- (4) Includes an aggregate of 320 shares acquired by the reporting person through dividend reinvestment under the Issuer's Dividend Reinvestment and Stock Purchase Plan subsequent to the date of the reporting person's most recent filing on Form 4.
 - The amount of securities beneficially owned represents the number of shares of common stock indirectly held for the account of the reporting person under The PNC Financial Services Group, Inc. ("PNC") Incentive Savings Plan (the "ISP"). Shares of PNC common stock are not directly allocated to ISP participants, but instead are held in
- a unitized fund, approximately 98% of which consists of PNC common stock, and the remainder of which is invested in a money market fund. The amount of securities beneficially owned reflects 207 shares indirectly acquired for the account of the reporting person under the ISP in transactions exempt from reporting under Rule 16a-3(f)(1) (i)(B) that occurred subsequent to the date of the reporting person's most recent filing on Form 4 providing Table I information. The percentage of assets in the unitized fund investment option that are deemed to be invested in PNC common stock may vary from time to time.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.